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*Proposed Counsel to the Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	<b>Chapter 11</b>
<b>CHINA FISHERY GROUP LIMITED (CAYMAN), <i>et al.</i>,</b>	<b>Case No. _____ ( )</b>
<b>Debtors.<sup>1</sup></b>	<b>(Joint Administration Pending)</b>

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**VERIFICATION AS TO STATEMENTS ACCOMPANYING CHAPTER 11 PETITION**

I, **NG PUAY YEE**, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury under the laws of the United States of America as follows:

1. I am the Managing Director of Pacific Andes International Holdings Limited (“**PAIH**”) and the Chief Executive Officer of China Fishery Group Limited (“**CFGL**”). PAIH is the indirect parent of CFGL. CFGL is the direct or indirect parent of Smart Group Limited (“**Smart Group**”), Protein Trading Limited (“**Protein Trading**”), South Pacific Shipping Agency Limited (“**SPSA**”), CFG Peru Investments Pte. Ltd. (“**CFG Peru Singapore**”), Premium Choice Group Limited (“**Premium Choice**”), Ringston Holdings Limited

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<sup>1</sup> The Debtors are N.S. Hong Investment (BVI) Limited (“**NS Hong**”), Super Investment Limited (Cayman) (“**Super Investment**”), Pacific Andes International Holdings Limited (Bermuda) (“**PAIH**”), China Fishery Group Limited (Cayman) (“**CFGL**”), Smart Group Limited (Cayman) (“**Smart Group**”), Protein Trading Limited (Samoa) (“**Protein Trading**”), South Pacific Shipping Agency Limited (BVI) (“**SPSA**”), CFG Peru Investments Pte. Limited (Singapore) (“**CFG Peru Singapore**”), China Fisheries International Limited (Samoa) (“**CFIL**”), Growing Management Limited (BVI) (“**Growing Management**”), Chanery Investment Inc. (BVI) (“**Chanery**”), Champion Maritime Limited (BVI) (“**Champion**”), Target Shipping Limited (HK) (“**Target Shipping**”), Fortress Agents Limited (BVI) (“**Fortress**”), CFGL (Singapore) Private Limited (“**CFGLPL**”) and Ocean Expert International Limited (BVI) (“**Ocean Expert**”).

(“**Ringston**”), China Fisheries International Limited (“**CFIL**”), Growing Management Limited (“**Growing Management**”), Chanery Investment Inc. (“**Chanery**”), Champion Maritime Limited (“**Champion**”), Target Shipping Limited (“**Target Shipping**”), Fortress Agents Limited (“**Fortress**”), CFGL (Singapore) Private Limited (“**CFGLPL**”) and Ocean Expert International Limited (“**Ocean Expert**,” and collectively with CFGL, Smart Group, Protein Trading, SPSA, CFG Peru Singapore, Premium Choice, Ringston, CFIL, Growing Management, Chanery, Champion, Target Shipping, Fortress, CFGLPL, the “**CF Group Debtors**”). PAIH is an indirect parent of both the CF Group (as defined and described below) and Super Investment Limited (“**Super Investment**”). N.S. Hong Investment (BVI) Limited (“**NS Hong**”, collectively with PAIH, Super Investment and the CF Group Debtors, the “**Debtors**”) is the majority shareholder of PAIH.

2. On June 30, 2016 (the “**Commencement Date**”), each of the Debtors filed a petition under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). In addition to the cases set forth above, contemporaneously with the filing of the cases by the Debtors, Pacific Andes Resources Development Limited (“**PARD**”), CFG Investment S.A.C., Corporacion Pesquera Inca S.A.C., and Sustainable Fishing Resources S.A.C. each filed a petition under Chapter 15 of the Bankruptcy Code.

3. I have read the statements and lists accompanying the chapter 11 petitions, including the *Creditor Matrix*, *List of Largest Creditors*, and the *Debtors’ Consolidated Corporate Ownership Statement Pursuant To Fed. R. Bankr.P. 1007(A)(1) And 7007.1 And Local Rule 1007-3*.

4. I am informed and believe that the information contained therein is true and accurate to the best of my knowledge, information and belief.

I declare under penalty of perjury under the laws of the United States of America that  
the foregoing is true and correct.

  
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NG PUAY YEE

Executed on June , 2016  
in Hong Kong, Special Administrative Region  
of the People's Republic of China

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**Chapter 11**

**CHINA FISHERY GROUP LIMITED  
(CAYMAN), *et al.*,**

**Case No. \_\_\_\_\_ ( )**

**(Joint Administration Pending)**

**Debtors.<sup>1</sup>**

**LIST OF DEBTORS' LARGEST 50 UNSECURED CREDITORS  
ON A CONSOLIDATED BASIS (EXCLUDING INSIDERS)**

<b>Name of creditor and complete mailing address, including zip code</b>	<b>Indicate if claim is contingent, unliquidated, or disputed</b>	<b>Unsecured Claim Amount<sup>2</sup></b>
Rabobank Intl, HK 32/F, 3 Pacific Place 1 Queens Road East Hong Kong		\$96,503,494.62
DBS Bank (HK) Ltd 16th Fl, The Center 99 Queens Road Central Hong Kong		\$96,503,494.62
HSBC L16, HSBC Main Bldng 1 Queen's Road Central, Hong Kong		\$96,503,494.62

<sup>1</sup> The Debtors are China Fishery Group Limited (Cayman) ("CFGL"), Pacific Andes International Holdings Limited (Bermuda) ("PAIH"), N.S. Hong Investment (BVI) Limited ("NS Hong"), South Pacific Shipping Agency Limited (BVI) ("SPSA"), China Fisheries International Limited (Samoa) ("CFIL"), CFGL (Singapore) Private Limited ("CFGLPL"), Chanery Investment Inc. (BVI) ("Chanery"), Champion Maritime Limited (BVI) ("Champion"), Growing Management Limited (BVI) ("Growing Management"), Target Shipping Limited (HK) ("Target Shipping"), Fortress Agents Limited (BVI) ("Fortress"), Ocean Expert International Limited (BVI) ("Ocean Expert"), Protein Trading Limited (Samoa) ("Protein Trading"), CFG Peru Investments Pte. Limited (Singapore) ("CFG Peru Singapore"), Smart Group Limited (Cayman) ("Smart Group"), and Super Investment Limited (Cayman) ("Super Investment").

<sup>2</sup> The Debtors reserve the right to assert that any of these claims are contingent, unliquidated or disputed.

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Standard Chartered Bnk (HK) Ltd 15/F, Stndrd Charter Bnk Bldng 4-4A Des Voeux Road Central Hong Kong		\$96,503,494.62
China CITIC Bnk Intl Ltd 80th Fl, Intl Commerce Cntr 1 Austin West Kowloon Hong Kong		\$32,167,831.54
TMF Trustee Ltd Corporate Trust 5th Fl, 6 St. Andrew St London, EC4A 3AE United Kingdom		\$296,000,000.00
Rabobank NFS Finance 32/F, 3 Pacific Place 1 Queens Road East Hong Kong		\$102,000,000.00
Maybank 18/F CITIC Tower 1 Tim Mei Avenue Central Hong Kong		\$95,000,000.00
Rabobank Pickenpack Facility Agmnt 32/F, Three Pacific Place 1 Queens Road East Hong Kong		\$94,375,235.00
Tapei Fubon Com Bk Co Ltd 12F 169, Sec 4, Ren Ai Rd Taipei, 106886 Taiwan		\$72,000,000.00

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
CITIC 61-65 Des Voeux Road Central Hong Kong		\$70,900,000.00
DBS 16th Floor, The Center 99 Queens Road Central Hong Kong		\$58,000,000.00
Maybank 18/F CITIC Tower 1 Tim Mei Avenue Central Hong Kong		\$40,000,000.00
Bank of America, N.A. 52/F. Cheung Kong Center 2 Queen's Road Central Central Hong Kong		\$30,000,000.00
Bank of America 52/F, Cheung Kong Center 2 Queens Rd Central Central Hong Kong		\$30,000,000.00
Rabobank 32/F, 3 Pacific Place 1 Queens Road East Hong Kong		\$22,000,000.00
Brndbrg Mrt Invst Hldng L8, Medine Mews La Chaussée Port Louis, Mauritius		\$15,558,581.87

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Andes Int'l Qingdao Ship N67 Yin Chuan Xi Rd, Bl D Qingdao Amintn Ind Pk 4Fl Qingdao City 266000 Shandong Province, China		\$13,651,769.99
Rabobank 32/F, 3 Pacific Place 1 Queens Road East Hong Kong		\$12,000,000.00
Fubon Fubon Bank 38 Des Voeux Road Central Hong Kong		\$11,000,000.00
Standard Charter Bank Standard Charter Bank Building 5/F 4-4A Des Voeux Rd Central Hong Kong		\$8,000,000.00
DLA PIPER HONG KONG 17th Flr, Edinburgh Twr The Landmark 15 Queen's Road Central Hong Kong		\$1,789,232.13
Grant Thornton Recovery Level 12, 28 Hennessy Rd Wanchai Hong Kong		\$907,427.24
Brndbrg Nam Invt Co Erf 2347 10th St E Industrial Area PO Box 658 Walvisbay Republic of Namibia		\$783,559.21

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Deloitte Touche Tohmatsu 35/F One Pacific Place 88 Queensway Hong Kong		\$682,261.03
Baraka Seari Ltd Rm 1401-2 Easey Comercial Bldng 253-261 Hennessy Rd Wanchai, Hong Kong		\$657,200.00
Meridian Invst Group Pte 138 Cecil Street #12-01A Cecil Court Singapore 069538 Singapore		\$442,001.97
Taishin No. 118, Sec 4, Ren-ai Rd Da-an District Taipei City 106 Taiwan		\$400,000.00
Deloitte & Touche Fin Adv 32/F Once Pacific Place 88 Queensway Hong Kong		\$384,615.38
RSM Corp Advisory HK Ltd 29th Lee Garden Two 28 Yun Ping Road Causeway Bay Hong Kong		\$384,615.38
Guangtai Trading Ltd Trust Company Complex Ajeltake Rd, Majuro Rep of the Marshall Is MH96960		\$345,552.85



Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Sang Il Trading Co Ltd. Rm 504, 125 Wonyang-Ro Seo-Gu, Busan 602-030 South Korea		\$342,854.34
Atl Pacific Fishing Ltd Erf 2347 10th Street East Industrial Area PO Box 658 Walvisbay Republic of Namibia		\$341,149.04
PricewaterhouseCoopersLtd 22/F Prince's Building Central Hong Kong		\$256,410.26
Deloitte Touche Tohmatsu 35/F One Pacific Place 88 Queensway Hong Kong		\$251,282.05
Qingdao Jncal Plgic Fish No. 1 Chang An Rd 4th Fl, Shibe District Qingdao City 266000 Shandong Prov China		\$231,150.26
Rngchng Lngyn Ship Agcy Xixiakou County ChengShan Town RongCheng City Shandong, China		\$209,624.79
Baker & McKenzie 14/F, Hutchison House 10 Harcourt Road Central Hong Kong		\$200,275.17

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Andes Intl Qingdao Shp 4F N67 Yin Chuan Xi Rd Bk D Qingdao Amination Ind Pk ShinanDstQingdaoCty 266000 Shandong Province, China		\$173,231.12
Andes Intl Qingdao Shp 4F N67 Yin Chuan Xi Rd Bk D Qingdao Amination Ind Pk ShinanDstQingdaoCty 266000 Shandong Province, China		\$173,231.12
Sifang Dist Haiynbo Ship Accessories Supply Center No.7 Wen Zhou Rd Qingdao Shandong, China		\$158,265.60
QINGDAO SHNGBNGKN TRD Trde Cntr Chengyang Vil Chengyang Street Chengyang District Qingdao Shandong China		\$148,924.23
Andes Int'l Shpng Agcy N67 Yin Chuan Xi Rd, B1 D Qingdao Amntn Ind Pk 4Fl Qingdao City 266000 Shandong Province, China		\$118,175.80
Qingdao Drfng Gng Co Ltd No.31 Yongping Rd Qingdao, China		\$116,914.30
Rngchnng Hetai Shngm Co Rongcheng Bay Street Office Xuangzhen Village Shandong, China		\$115,366.89

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Mourant Ozannes Serv Ltd 13/F Entertainment Bldng 30 Queen's Road Central Hong Kong		\$110,947.45
City N Dst, Shanghai Elec Huatong Elec Dstr Dept No.232 Weihai Road, Qingdao Shandong, China		\$101,884.29
Alatir Ltd. No 80 Raffles Pl, #26-02 UOB Plaza One Singapore 048625		\$104,286,159.88
Epiq Systems Limited 1102-1104 Central Plaza 18 Harbour Road Wanchai Hong Kong		\$95,668.67
Shell Marine Prod Sing Metropolis Tower 1 9N Buona Vsta Dr, 07-01 Singapore 138588		\$83,454.00
Shangong Haoyuntong Nets Technology Co., Ltd No.318 Muyun Rd Shidao, Rongcheng Shandong, China		\$81,545.81
Sang Il Trading Co Ltd Rm 504, 125, Wonyang-Ro Seo-Gu, Busan 602-030 South Korea		\$77,827.48

Name of creditor and complete mailing address, including zip code	Indicate if claim is contingent, unliquidated, or disputed	Unsecured Claim Amount <sup>2</sup>
Perun Ltd. No 80 Raffles Pl, #26-01 UOB Plaza One Singapore 048624		Unliquidated